

**EXHIBIT B**

**Monthly Fee Applications and Time Records for the Period from  
April 1, 2013 – June 30, 2013**

## **Monthly Fee Application for April 2013**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
	)	Case No. 01-01139 (JKF)
W. R. GRACE & CO., <u>et al.</u> <sup>1</sup> ;	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline:</b>
	)	<b>June 18, 2013 at 4:00 p.m.</b>
	)	<b>Hearing date: To be scheduled only if objections</b>
	)	<b>are timely filed and served.</b>

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors-in-Possession Lenders; and (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP (“Stroock”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above captioned debtor and debtors in possession

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

in the above-captioned chapter 11 cases, filed and served the One Hundred and Forty-Fifth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period April 1, 2013 through April 30, 2013, seeking compensation in the amount of \$15,588.00 and reimbursement for actual and necessary expenses in the amount of \$24.23.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **June 18, 2013 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Kenneth Pasquale, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351,

Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, Chartered, 600 Lexington Avenue, 21st Floor, New York, New York 10022 (fax number 212-379-6001), and Mark Hurford, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi M. Ruhlander, Esquire, Warren H. Smith and Associates, P.C., 2235 Ridge Road, Suite 105, Rockwall, TX 75087 (Fax number 214-722-0081).

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Dated: May 29, 2013  
Wilmington, Delaware

**RESPECTFULLY SUBMITTED,**

/s/ Michael R. Lastowski

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Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
	)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., <u>et al.</u> ,	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline:</b>
	)	<b>June 18, 2013 at 4:00 p.m.</b>
	)	<b>Hearing date: To be scheduled only if objections</b>
	)	<b>are timely filed and served.</b>

**ONE HUNDRED AND FORTY-FIFTH MONTHLY FEE APPLICATION OF STROOCK  
& STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD FROM APRIL 1, 2013 THROUGH APRIL 30, 2013**

Name of Applicant	<b>Stroock &amp; Stroock &amp; Lavan LLP</b>
Authorized to Provide Professional Services to:	<b>Official Committee of Unsecured Creditors</b>
Date of Retention:	<b>April 12, 2001</b>
Period for which compensation and reimbursement is sought	<b>April 1, 2013 – April 30, 2013</b>
Amount of Compensation sought as actual, reasonable and necessary:	<b>\$15,588.00    (80%: \$12,470.40)</b>
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	<b>\$24.23</b>
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

**Attachment A****Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86



		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 – 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 – 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30.2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
March 1, 2010 D.I. 24376	1/1/2010 – 1/31/2010	\$193,442.75	\$3,163.37 (Stroock)	\$154,754.20	\$3,163.37
March 30, 2010 D.I. 24537	2/1/2010 – 2/28/2010	\$56,435.50	\$1,668.29 (Stroock)	\$45,148.40	\$1,668.29
April 28, 2010 D.I. 24687	3/1/2010 – 3/31/2010	\$42,209.00	\$636.63 (Stroock)	\$33,767.20	\$636.63
May 28, 2010 D.I. 24859	4/1/2010 – 4/30/2010	\$44,465.00	\$265.51 (Stroock)	\$35,572.00	\$265.51
June 28, 2010 D.I. 24993	5/1/2010 – 5/31/2010	\$36,946.50	\$770.90 (Stroock)	\$29,557.20	\$770.90
July 28, 2010 D.I. 25130	6/1/2010 – 6/30/2010	\$52,374.50	\$93.68 (Stroock)	\$41,899.60	\$93.68
August 30, 2010 D.I. 25286	7/1/2010 – 7/31/2010	\$20,240.00	\$141.30 (Stroock)	\$16,192.00	\$141.30
September 28, 2010 D.I. 25488	8/1/2010 – 8/31/2010	\$23,595.50	\$157.91 (Stroock)	\$18,876.40	\$157.91
October 28, 2010 D.I. 25660	9/1/2010 – 9/30/2010	\$25,244.50	\$328.75 (Stroock)	\$20,195.60	\$328.75
November 29, 2010 D.I. 25812	10/1/2010 – 10/31/10	\$17,677.50	\$90.00 (Stroock)	\$14,142.00	\$90.00
December 28, 2010 D.I. 25963	11/1/2010 – 11/30/2010	\$45,417.00	\$307.06 (Stroock)	\$36,333.60	\$307.06
January 28, 2011 D.I. 26140	12/1/2011 – 12/31/2011	\$78,046.75	\$2,238.40 (Stroock)	\$62,437.40	\$2,238.40
February 28, 2011 D.I. 26435	1/1/2011 – 1/31/2011	\$37,267.00	\$193.84 (Stroock)	\$29,813.60	\$193.84
March 28, 2011 D.I. 26651	2/1/2011 – 2/28/2011	\$145,264.75	\$3,264.42 (Stroock)	\$116,211.80	\$3,264.42



		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
April 28, 2011 D.I. 26834	3/1/2011 – 3/31/2011	\$95,649.00	\$1,447.38 (Stroock)	\$76,519.20	\$1,447.38
May 31, 2011 D.I. 27012	4/1/2011 – 4/30/2011	\$137,671.50	\$1,005.62 (Stroock)	\$110,137.20	\$1,005.62
June 28, 2011 D.I. 27166	5/1/2011 – 5/31/2011	\$67,451.50	\$1,350.50 (Stroock)	\$53,961.20	\$1,350.50
July 28, 2011 D.I. 27326	6/1/2011 – 6/30/2011	\$183,497.75	\$1,903.63 (Stroock)	\$146,798.20	\$1,903.63
August 30, 2011 D.I. 27526	7/1/2011 – 7/31/2011	\$63,076.00	\$1,373.39 (Stroock)	\$50,460.80	\$1,373.39
September 28, 2011 D.I. 27675	8/1/2011 – 8/31/2011	\$56,731.00	\$1,133.86 (Stroock)	\$45,384.80	\$1,133.86
October 28, 2011 D.I. 27847	9/1/2011 – 9/30/2011	\$68,727.00	\$1,025.63 (Stroock)	\$54,981.60	\$1,025.63
December 1, 2011 D.I. 28060	10/1/2011 – 10/31/2011	\$55,335.00	\$348.59 (Stroock)	\$44,268.00	\$348.59
December 28, 2011 D.I. 28281	11/1/2011 – 11/30/2011	\$29,136.00	\$416.68 (Stroock)	\$23,308.80	\$416.68
February 3, 2012 D.I. 28463	12/1/2011 – 12/31/2011	\$8,012.50	\$52.22 (Stroock)	\$6,410.00	\$52.22
February 28, 2012 D.I. 28595	1/1/2012 – 1/31/2012	\$31,694.50	\$379.41 (Stroock)	\$25,355.60	\$379.41
March 28, 2012 D.I. 28732	2/1/2012 – 2/29/2012	\$62,628.00	\$220.71 (Stroock)	\$50,102.40	\$220.71
April 30, 2012 D.I. 28848	3/1/2012 – 3/31/2012	\$27,172.50	\$140.02 (Stroock)	\$21,738.00	\$140.02
May 30, 2012 D.I. 28991	4/1/2012 – 4/30/2012	\$24,898.50	\$75.21 (Stroock)	\$19,918.80	\$75.21

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2012 D.I. 29165	5/1/2012 – 5/31/2012	\$42,647.00	\$1,118.18 (Stroock)	\$34,117.60	\$1,118.18
July 30, 2012 D.I. 29369	6/1/2012 – 6/30/2012	\$38,931.50	\$70.86 (Stroock)	\$31,145.20	\$70.86
August 28, 2012 D.I. 29520	7/1/2012 – 7/31/12	\$38,387.50	\$330.64 (Stroock)	\$30,710.00	\$330.64
September 28, 2012 D.I. 29705	8/1/2012 – 8/31/2012	\$12,847.00	\$53.09 (Stroock)	\$10,277.60	\$53.09
November 14, 2012 D.I. 29896	9/1/2012 – 9/30/2012	\$11,631.00	\$102.99 (Stroock)	\$9,304.80	\$102.99
December 5, 2012 D.I. 29997	10/1/2012 – 10/31/2012	\$21,007.00	\$75.77 (Stroock)	\$16,805.60	\$75.77
January 2, 2013 D.I. 30111	11/1/2012 – 11/30/2012	\$50,897.50	\$120.11 (Stroock)	\$40,718.00	\$120.11
January 28, 2013 D.I. 30200	12/1/2012 – 12/31/2012	\$22,527.00	\$351.88 (Stroock)	\$18,021.60	\$351.88
February 28, 2013 D.I. 30331	1/1/2013 – 1/31/2013	\$18,721.00	\$365.80 (Stroock)	\$14,976.80	\$365.80
March 29, 2013 D.I. 30451	2/1/2013 – 2/28/2013	\$14,581.00	\$16.38 (Stroock)	\$11,664.80	\$16.38
April 29, 2013 D.I. 30565	3/1/2013 – 3/31/2013	\$9,726.00	\$103.45 (Stroock)	\$7,780.80	\$103.45

**WR GRACE & CO**  
**ATTACHMENT B**  
**APRIL 1, 2013 - APRIL 30, 2013**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	<b>No. of Years in Position</b>
<b>Partners</b>				
Pasquale, Kenneth	1.2	\$ 950.00	\$ 1,140.00	23
<b>Associates</b>				
Wildes, Denise	15.8	735	11,613.00	23
<b>Paraprofessionals</b>				
Magzamen, Michael	0.3	345	103.50	11
Mohamed, David	10.2	220	2,244.00	23
Siegel, Scott D.	1.5	325	487.50	1
<b>Total</b>	<b>29.0</b>		<b>\$ 15,588.00</b>	

## **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**APRIL 1, 2013 - APRIL 30, 2013**

<b>Matter Code</b>	<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
0009	Asset Dispositions, Sales, Uses and Leases (Section 363)	11.1	\$8,158.50
0014	Case Administration	6.4	1,565.50
0017	Committee, Creditors', or Equity Holders'	0.7	665.00
0018	Fee Application, Applicant	4.0	1,072.00
0019	Creditor Inquiries	0.5	475.00
0020	Fee Application, Others	1.9	418.00
0022	Environmental Matters/Regulations/Litigation	3.3	2,425.50
0036	Plan and Disclosure Statement	0.8	588.00
0037	Hearings	0.2	147.00
0040	Employment Applications - Others	0.1	73.50
	<b>Total</b>	<b>29.0</b>	<b>\$ 15,588.00</b>

## STROOCK

## INVOICE

DATE	May 3, 2013
INVOICE NO.	592424
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through April 30, 2013, including:

RE	Asset Dispositions, Sales, Uses and Leases (Section 363) 699843 0009
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DATE	DESCRIPTION	NAME	HOURS
04/02/2013	Review and mark-up draft memo from Capstone re: Debtor's proposed 2013 LTIP (.5) and email Frezza re: comments and re: deadline for objections to motion (.1).	Wildes, D.	0.6
04/03/2013	Review revised memo from Capstone re: Debtor's proposed 2013 LTIP (.1); email Frezza re: circulating memo to committee (.1).	Wildes, D.	0.2
04/04/2013	Review Capstone's draft memo to Committee re: REDS acquisition of Chemind and mark-up same (.2); email Frezza re: comments (.1).	Wildes, D.	0.3
04/08/2013	Review Cert. of Counsel re: Order Approving 2013 LTIP.	Wildes, D.	0.1
04/11/2013	Emails Frezza re: communications with Blackstone re potential acquisition by WR Grace and obtaining information re: same (.1); review Debtors' notice of rejection of unexpired non-residential lease re: Burlington Railway (.2).	Wildes, D.	0.3
04/15/2013	T/c Higgins re: Debtors' potential acquisition of business and motion for approval of due diligence expenditures for acquisition and Debtors' motion for approval of private sale of Maryland undeveloped real property.	Wildes, D.	0.2

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
04/16/2013	Review Motion and Declaration in support of Debtors for approval of private sale of real property in Columbia, Maryland (.5); email Frezza re: terms of same and re discussion with Higgins re: same and re: information re: potential acquisition and motion(s) to approve same and diligence expenditures (.3); review Order authorizing 2013 LTIP (.1).	Wildes, D.	0.9
04/17/2013	Review order approving settlement with Markel Insurance.	Wildes, D.	0.1
04/18/2013	Review Purchase and Sale Agreement between Debtors and GAP for sale of real property in Columbia (.5); work on memo to Committee re: proposed sale of real property and summary of business terms and conditions (2.0).	Wildes, D.	2.5
04/19/2013	Review/revise draft memo to Committee re: proposed sale of real property in Maryland (.4); email Frezza re: same (.1); emails Higgins re: conf. call re: Project Larch II transaction (.1).	Wildes, D.	0.6
04/22/2013	Review email and Frezza's comments to draft memo to Committee re: proposed sale of real property in Maryland (.1); revise and send memo to Committee re: proposed sale (.4); conf. call w/ Higgins and Kirkland attorneys re: proposed Project Larch II transaction and motion for approval of same (.3); emails Frezza re: same and re: Blackstone's deck re: same (.2).	Wildes, D.	1.0
04/23/2013	Review corresp. from Frezza re: discussions with Blackstone re: Project Larch II and seeking committee's prior approval (.2); review corresp. from Debtor's counsel re: same (.2).	Wildes, D.	0.4
04/24/2013	Review presentation/materials from Grace re: Project Larch II and Committee approval (.5); emails Pasquale re: same (.3); email Frezza re: position re: Project Larch and recommendation to Committee (.3); tel. conf. w/ Frezza to discuss same and preparing memo and timing (.2); emails w/ Debtors' counsel re Project Larch and adjustment to notice period for Committee in event higher bid needed (.2); review Debtor's draft motion for authorization to participate in bidding and consummate transaction (.5); review and mark-up memo	Wildes, D.	3.0

# STROOCK

DATE	DESCRIPTION	NAME	HOURS
	draft committee re: Project Larch II (.9); email Frezza re: draft memo and comments (.1).		
04/25/2013	T/c Pasquale re: Project Larch II (.1); review revised memo to Committee re: Project Larch II (.1); emails Frezza re: same and re recent announcement re: WR Grace's first quarter sales and earnings (.1).	Wildes, D.	0.3
04/25/2013	Review Debtors' Notice/Report re: Sales of De Minimis Assets.	Wildes, D.	0.1
04/26/2013	Review corresp. from Katchen and Pasquale re: Project Larch II and motion for approval (.1) emails Frezza re: status re: committee approval re Project Larch II (.1).	Wildes, D.	0.2
04/30/2013	Review email from Debtors' counsel re: postponement of Project Larch II motion (.1); emails Frezza and Pasquale re: same and reasons for same (.1); draft/send email to Committee re: update re: Project Larch II motion (.1).	Wildes, D.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	11.1	\$ 735	\$ 8,158.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 8,158.50	
TOTAL FOR THIS MATTER		\$ 8,158.50	



## STROOCK

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
04/01/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
04/02/2013	Review appeals case docket no. 11-199.	Mohamed, D.	0.1
04/03/2013	Monitor appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
04/04/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
04/05/2013	Obtain recent pleading re: appeals case no. 12-1402 for attorney review (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
04/08/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4
04/09/2013	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.5
04/10/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
04/11/2013	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.4
04/12/2013	Review appeals case docket nos. 11-199 and 12-1402 (.2); update internal case docket (.1).	Mohamed, D.	0.3
04/15/2013	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6
04/16/2013	Obtain and circulate recently docketed pleadings in main case (.5); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.6
04/17/2013	Obtain and circulate WR Grace ch 11 filings & docket updates.	Siegel, S.	0.3

# STROOCK

DATE	DESCRIPTION	NAME	HOURS
04/18/2013	Obtain and circulate WR Grace ch 11 filings & docket updates.	Siegel, S.	0.2
04/22/2013	Obtain and circulate WR Grace ch 11 filings & docket updates.	Siegel, S.	0.2
04/23/2013	Obtain and circulate WR Grace pleadings & docket updates.	Siegel, S.	0.2
04/24/2013	Obtain and circulate WR Grace pleadings and docket updates.	Siegel, S.	0.2
04/25/2013	Obtain & Circulate WR Grace filings & docket updates.	Siegel, S.	0.2
04/26/2013	Obtain and circulate WR Grace pleadings & docket updates.	Siegel, S.	0.2
04/29/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4
04/30/2013	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Mohamed, David	4.9	\$ 220	\$ 1,078.00
Siegel, Scott D.	1.5	325	487.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 1,565.50	
TOTAL FOR THIS MATTER		\$ 1,565.50	

# STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
04/24/2013	Emails w/D. Wildes re: debtors' M&A transaction requests.	Pasquale, K.	0.3
04/25/2013	Review Capstone memo re: Project Larch II transaction (.2); confer DW re: same (.2).	Pasquale, K.	0.4

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	0.7	\$ 950	\$ 665.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 665.00
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TOTAL FOR THIS MATTER	\$ 665.00
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# STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
04/04/2013	Review March Fee Detail.	Magzamen, M.	0.3
04/04/2013	Review revised fee detail and prepare draft of SSL's 144th monthly fee application for attorney review.	Mohamed, D.	1.0
04/04/2013	Review monthly fee application for March and mark-up same (.2); confs. Mohamed, Azrilen re: changes to same (.1).	Wildes, D.	0.3
04/05/2013	Revise draft of SSL's 144th monthly fee application.	Mohamed, D.	0.5
04/29/2013	Finalize SSL's 144th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Magzamen, Michael	0.3	\$ 345	\$ 103.50
Mohamed, David	3.4	220	748.00
Wildes, Denise K.	0.3	735	220.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,072.00
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TOTAL FOR THIS MATTER	\$ 1,072.00
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# STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
04/22/2013	T/c lender re: appeal status & PPI issues.	Pasquale, K.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	0.5	\$ 950	\$ 475.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 475.00
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TOTAL FOR THIS MATTER	\$ 475.00
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# STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
04/09/2013	Review and finalize Capstone's 109th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.6); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Mohamed, David	1.9	\$ 220	\$ 418.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 418.00
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TOTAL FOR THIS MATTER	\$ 418.00
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## STROOCK

RE	Environmental Matters/Regulations/Litigation 699843 0022
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DATE	DESCRIPTION	NAME	HOURS
04/11/2013	Review Notice of Settlement and Stipulation resolving Claims filed by USG, as assignee of DAP (.4); draft list of diligence questions for Debtors re: proposed settlement (.5); emails Higgins re: same and re: scheduling call for same (.1).	Wildes, D.	1.0
04/15/2013	Review Notice of proposed USG settlement re: Paulsboro Site and questions for Debtors re: same in preparation for call (.1); conf. call w/ Higgins and S. Levin at WR Grace re: proposed settlement of USG's environmental claims and questions re same (.4); begin work on draft memo to Committee re: proposed settlement w/ USG re: Paulsboro Site (1.0).	Wildes, D.	1.5
04/16/2013	Revise, finalize and send memo to Committee re: proposed settlement of USG claims re: Paulsboro Site.	Wildes, D.	0.8

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	3.3	\$ 735	\$ 2,425.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 2,425.50	
TOTAL FOR THIS MATTER		\$ 2,425.50	

# STROOCK

RE	Expenses 699843 0024	
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 0.00
MATTER DISBURSEMENT SUMMARY		
Outside Messenger Service		\$ 24.23
TOTAL DISBURSEMENTS/CHARGES		\$ 24.23
TOTAL FOR THIS MATTER		\$ 24.23



## STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
04/04/2013	Review Garlock Statement re: draft Protocol for production of 2019 exhibits.	Wildes, D.	0.1
04/05/2013	Review amended oral argument notification from 3rd Circuit Court of Appeals.	Wildes, D.	0.1
04/09/2013	Review Order Establishing Protocol for 2019 exhibits.	Wildes, D.	0.2
04/11/2013	Review corresp. from law firms re: appointment of special master pursuant to Judge's Order/Protocol re: 2019 statements.	Wildes, D.	0.2
04/16/2013	T/c Pasquale re: oral argument before third circuit re: plan confirmation appeals (.1); email Committee re: date of oral argument and covering same (.1).	Wildes, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.8	\$ 735	\$ 588.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 588.00
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TOTAL FOR THIS MATTER	\$ 588.00
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# STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
04/15/2013	Review hearing agenda for 4/22 hearing.	Wildes, D.	0.1
04/17/2013	Review Notice from Court re: cancelation of hearing.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.2	\$ 735	\$ 147.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 147.00
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TOTAL FOR THIS MATTER	\$ 147.00
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## STROOCK

RE	Employment Applications - Others 699843 0040
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DATE	DESCRIPTION	NAME	HOURS
04/17/2013	Review Court's Order re: Baker Donelson's retention.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.1	\$ 735	\$ 73.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 73.50
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TOTAL FOR THIS MATTER	\$ 73.50
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 15,588.00
TOTAL DISBURSEMENTS/CHARGES	\$ 24.23
TOTAL BILL	\$ 15,612.23

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.

## **EXHIBIT B**

**WR GRACE & CO**  
**SUMMARY OF FEES**  
**APRIL 1, 2013 - APRIL 30, 2013**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>Partners</b>			
Pasquale, Kenneth	1.2	\$ 950.00	\$ 1,140.00
<b>Associates</b>			
Wildes, Denise	15.8	735	11,613.00
<b>Paraprofessionals</b>			
Magzamen, Michael	0.3	345	103.50
Mohamed, David	10.2	220	2,244.00
Siegel, Scott D.	1.5	325	487.50
<b>Total</b>	<b>29.0</b>		<b>\$ 15,588.00</b>

## EXHIBIT C

**WR GRACE & CO**  
**DISBURSEMENT SUMMARY**  
**APRIL 1, 2013 – APRIL 30, 2013**

Outside Messenger Service	\$ 24.23
<b>TOTAL</b>	<b>\$24.23</b>

## STROOCK

## DISBURSEMENT REGISTER

DATE	May 3, 2013
INVOICE NO.	592424
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR DISBURSEMENTS INCURRED in the captioned matter for the period through April 30, 2013, including:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
04/09/2013	Vendor: United Parcel Service Invoice #: 00000010X827153 04.13.13 Tracking #: 1Z10X8270191856943 Shipment Date: 04/09/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.29
04/09/2013	Vendor: United Parcel Service Invoice #: 00000010X827153 04.13.13 Tracking #: 1Z10X8270193109336 Shipment Date: 04/09/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	8.29
04/09/2013	Vendor: United Parcel Service Invoice #: 00000010X827153 04.13.13 Tracking #: 1Z10X8270790413359 Shipment Date: 04/09/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	7.65
<b>Outside Messenger Service Total</b>		<b>24.23</b>

BILL DISBURSEMENT SUMMARY	
Outside Messenger Service	\$ 24.23
TOTAL DISBURSEMENTS/CHARGES	\$ 24.23

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.



## **Monthly Fee Application for May 2013**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
	)	Case No. 01-01139 (KJC)
W. R. GRACE & CO., <u>et al.</u> <sup>1</sup> ;	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline:</b>
	)	<b>July 18, 2013 at 4:00 p.m.</b>
	)	<b>Hearing date: To be scheduled only if objections</b>
	)	<b>are timely filed and served.</b>

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors-in-Possession Lenders; and (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP (“Stroock”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above captioned debtor and debtors in possession

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

in the above-captioned chapter 11 cases, filed and served the One Hundred and Forty-Sixth Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period May 1, 2013 through May 31, 2013, seeking compensation in the amount of \$10,311.50 and reimbursement for actual and necessary expenses in the amount of \$489.71.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **July 18, 2013 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Kenneth Pasquale, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351,

Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, Chartered, 600 Lexington Avenue, 21st Floor, New York, New York 10022 (fax number 212-379-6001), and Mark Hurford, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi M. Ruhlander, Esquire, Warren H. Smith and Associates, P.C., 2235 Ridge Road, Suite 105, Rockwall, TX 75087 (Fax number 214-722-0081).

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Dated: June 28, 2013  
Wilmington, Delaware

**RESPECTFULLY SUBMITTED,**

/s/ Michael R. Lastowski

Michael R. Lastowski, Esq. (DE 3892)  
Richard W. Riley (DE 4052)  
DUANE MORRIS LLP  
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and

Kenneth Pasquale, Esquire  
STROOCK & STROOCK & LAVAN LLP  
180 Maiden Lane  
New York, New York 10038-4982  
Telephone: (212) 806-5400  
Facsimile: (212) 806-6006  
E-mail: kpasquale@stroock.com

Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.,

Debtors.

)  
) Chapter 11  
)  
)

) Case No. 01-01139 (KJC)  
) (Jointly Administered)  
)

) **Objection Deadline:**  
) **July 18, 2013 at 4:00 p.m.**  
) **Hearing date: To be scheduled only if objections**  
) **are timely filed and served.**

**ONE HUNDRED AND FORTY-SIXTH MONTHLY FEE APPLICATION OF  
STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD FROM MAY 1, 2013 THROUGH MAY 31, 2013**

Name of Applicant

**Stroock & Stroock & Lavan LLP**

Authorized to Provide  
Professional Services to:

**Official Committee of Unsecured Creditors**

Date of Retention:

**April 12, 2001**

Period for which compensation and  
reimbursement is sought

**May 1, 2013 – May 31, 2013**

Amount of Compensation sought as  
actual, reasonable and necessary:

**\$10,311.50 (80%: \$8,249.20)**

Amount of Expense Reimbursement sought  
as actual, reasonable and necessary:

**\$489.71**

This is an: ☒ interim ☐ final application

**Attachment A****Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42



		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 – 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 – 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30.2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
March 1, 2010 D.I. 24376	1/1/2010 – 1/31/2010	\$193,442.75	\$3,163.37 (Stroock)	\$154,754.20	\$3,163.37
March 30, 2010 D.I. 24537	2/1/2010 – 2/28/2010	\$56,435.50	\$1,668.29 (Stroock)	\$45,148.40	\$1,668.29
April 28, 2010 D.I. 24687	3/1/2010 – 3/31/2010	\$42,209.00	\$636.63 (Stroock)	\$33,767.20	\$636.63
May 28, 2010 D.I. 24859	4/1/2010 – 4/30/2010	\$44,465.00	\$265.51 (Stroock)	\$35,572.00	\$265.51
June 28, 2010 D.I. 24993	5/1/2010 – 5/31/2010	\$36,946.50	\$770.90 (Stroock)	\$29,557.20	\$770.90
July 28, 2010 D.I. 25130	6/1/2010 – 6/30/2010	\$52,374.50	\$93.68 (Stroock)	\$41,899.60	\$93.68
August 30, 2010 D.I. 25286	7/1/2010 – 7/31/2010	\$20,240.00	\$141.30 (Stroock)	\$16,192.00	\$141.30
September 28, 2010 D.I. 25488	8/1/2010 – 8/31/2010	\$23,595.50	\$157.91 (Stroock)	\$18,876.40	\$157.91
October 28, 2010 D.I. 25660	9/1/2010 – 9/30/2010	\$25,244.50	\$328.75 (Stroock)	\$20,195.60	\$328.75
November 29, 2010 D.I. 25812	10/1/2010 – 10/31/10	\$17,677.50	\$90.00 (Stroock)	\$14,142.00	\$90.00
December 28, 2010 D.I. 25963	11/1/2010 – 11/30/2010	\$45,417.00	\$307.06 (Stroock)	\$36,333.60	\$307.06
January 28, 2011 D.I. 26140	12/1/2011 – 12/31/2011	\$78,046.75	\$2,238.40 (Stroock)	\$62,437.40	\$2,238.40
February 28, 2011 D.I. 26435	1/1/2011 – 1/31/2011	\$37,267.00	\$193.84 (Stroock)	\$29,813.60	\$193.84
March 28, 2011 D.I. 26651	2/1/2011 – 2/28/2011	\$145,264.75	\$3,264.42 (Stroock)	\$116,211.80	\$3,264.42

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
April 28, 2011 D.I. 26834	3/1/2011 – 3/31/2011	\$95,649.00	\$1,447.38 (Stroock)	\$76,519.20	\$1,447.38
May 31, 2011 D.I. 27012	4/1/2011 – 4/30/2011	\$137,671.50	\$1,005.62 (Stroock)	\$110,137.20	\$1,005.62
June 28, 2011 D.I. 27166	5/1/2011 – 5/31/2011	\$67,451.50	\$1,350.50 (Stroock)	\$53,961.20	\$1,350.50
July 28, 2011 D.I. 27326	6/1/2011 – 6/30/2011	\$183,497.75	\$1,903.63 (Stroock)	\$146,798.20	\$1,903.63
August 30, 2011 D.I. 27526	7/1/2011 – 7/31/2011	\$63,076.00	\$1,373.39 (Stroock)	\$50,460.80	\$1,373.39
September 28, 2011 D.I. 27675	8/1/2011 – 8/31/2011	\$56,731.00	\$1,133.86 (Stroock)	\$45,384.80	\$1,133.86
October 28, 2011 D.I. 27847	9/1/2011 – 9/30/2011	\$68,727.00	\$1,025.63 (Stroock)	\$54,981.60	\$1,025.63
December 1, 2011 D.I. 28060	10/1/2011 – 10/31/2011	\$55,335.00	\$348.59 (Stroock)	\$44,268.00	\$348.59
December 28, 2011 D.I. 28281	11/1/2011 – 11/30/2011	\$29,136.00	\$416.68 (Stroock)	\$23,308.80	\$416.68
February 3, 2012 D.I. 28463	12/1/2011 – 12/31/2011	\$8,012.50	\$52.22 (Stroock)	\$6,410.00	\$52.22
February 28, 2012 D.I. 28595	1/1/2012 – 1/31/2012	\$31,694.50	\$379.41 (Stroock)	\$25,355.60	\$379.41
March 28, 2012 D.I. 28732	2/1/2012 – 2/29/2012	\$62,628.00	\$220.71 (Stroock)	\$50,102.40	\$220.71
April 30, 2012 D.I. 28848	3/1/2012 – 3/31/2012	\$27,172.50	\$140.02 (Stroock)	\$21,738.00	\$140.02
May 30, 2012 D.I. 28991	4/1/2012 – 4/30/2012	\$24,898.50	\$75.21 (Stroock)	\$19,918.80	\$75.21



		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2012 D.I. 29165	5/1/2012 – 5/31/2012	\$42,647.00	\$1,118.18 (Stroock)	\$34,117.60	\$1,118.18
July 30, 2012 D.I. 29369	6/1/2012 – 6/30/2012	\$38,931.50	\$70.86 (Stroock)	\$31,145.20	\$70.86
August 28, 2012 D.I. 29520	7/1/2012 – 7/31/12	\$38,387.50	\$330.64 (Stroock)	\$30,710.00	\$330.64
September 28, 2012 D.I. 29705	8/1/2012 – 8/31/2012	\$12,847.00	\$53.09 (Stroock)	\$10,277.60	\$53.09
November 14, 2012 D.I. 29896	9/1/2012 – 9/30/2012	\$11,631.00	\$102.99 (Stroock)	\$9,304.80	\$102.99
December 5, 2012 D.I. 29997	10/1/2012 – 10/31/2012	\$21,007.00	\$75.77 (Stroock)	\$16,805.60	\$75.77
January 2, 2013 D.I. 30111	11/1/2012 – 11/30/2012	\$50,897.50	\$120.11 (Stroock)	\$40,718.00	\$120.11
January 28, 2013 D.I. 30200	12/1/2012 – 12/31/2012	\$22,527.00	\$351.88 (Stroock)	\$18,021.60	\$351.88
February 28, 2013 D.I. 30331	1/1/2013 – 1/31/2013	\$18,721.00	\$365.80 (Stroock)	\$14,976.80	\$365.80
March 29, 2013 D.I. 30451	2/1/2013 – 2/28/2013	\$14,581.00	\$16.38 (Stroock)	\$11,664.80	\$16.38
April 29, 2013 D.I. 30565	3/1/2013 – 3/31/2013	\$9,726.00	\$103.45 (Stroock)	\$7,780.80	\$103.45
May 29, 2013 D.I. 30678	4/1/2013 – 4/30/2013	\$15,588.00	\$24.23 (Stroock)	\$12,470.40	\$24.23

**WR GRACE & CO**  
**ATTACHMENT B**  
**MAY 1, 2013 - MAY 31, 2013**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	<b>No. of Years in Position</b>
<b>Partners</b>				
Pasquale, Kenneth	1.5	\$ 950.00	\$ 1,425.00	23
<b>Associates</b>				
Wildes, Denise	5.6	735	4,116.00	23
<b>Paraprofessionals</b>				
Magzamen, Michael	0.5	345	172.50	11
Mohamed, David	20.9	220	4,598.00	23
<b>Total</b>	<b>28.5</b>		<b>\$ 10,311.50</b>	

## **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**MAY 1, 2013 - MAY 31, 2013**

<b>Matter Code</b>	<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
0009	Asset Dispositions, Sales, Uses and Leases (Section 363)	0.1	\$73.50
0013	Business Operations	0.7	\$514.50
0014	Case Administration	8.8	1,936.00
0017	Committee, Creditors', or Equity Holders'	0.6	570.00
0018	Fee Application, Applicant	11.0	4,697.00
0019	Creditor Inquiries	0.9	855.00
0020	Fee Application, Others	6.0	1,371.50
0036	Plan and Disclosure Statement	0.2	147.00
0040	Employment Applications - Others	0.2	147.00
	<b>Total</b>	<b>28.5</b>	<b>\$10,311.50</b>

# STROOCK

## INVOICE

DATE	June 5, 2013
INVOICE NO.	595021
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through May 31, 2013, including:

RE	Asset Dispositions, Sales, Uses and Leases (Section 363) 699843 0009
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DATE	DESCRIPTION	NAME	HOURS
05/06/2013	Review Order approving private sale of real property.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.1	\$ 735	\$ 73.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 73.50
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TOTAL FOR THIS MATTER	\$ 73.50
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# STROOCK

RE	Business Operations 699843 0013
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DATE	DESCRIPTION	NAME	HOURS
05/20/2013	Emails Frezza re WR Grace's Investment Highlights and update to Committee re same and re 1Q13 report (.1); review GRA Investment Highlights (.1).	Wildes, D.	0.2
05/28/2013	Review corresp. from Frezza and draft of Capstone Report for Committee re Grace's 1Q13 performance.	Wildes, D.	0.3
05/29/2013	Email Frezza re proposed changes to draft report to committee re 1Q 2013.	Wildes, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.7	\$ 735	\$ 514.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 514.50
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TOTAL FOR THIS MATTER	\$ 514.50
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## STROOCK

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
05/01/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
05/02/2013	Review appeals case docket no. 11-199 (.1); review and organize case file documents (1.5); update internal case docket (.1).	Mohamed, D.	1.7
05/03/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
05/06/2013	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2); update internal case docket (.1).	Mohamed, D.	0.6
05/07/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
05/08/2013	Review appeals case docket nos. 11-199 and 12-1402 (.2); obtain documents for attorney review (.3).	Mohamed, D.	0.5
05/09/2013	Obtain and circulate recently docketed pleadings in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
05/10/2013	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.5
05/13/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
05/14/2013	Review appeals case docket no. 11-199 (.1); update internal case docket (.1).	Mohamed, D.	0.2
05/15/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
05/16/2013	Review appeals case docket no. 11-199.	Mohamed, D.	0.1
05/17/2013	Review appeals case docket no. 11-199 (.1);	Mohamed, D.	0.3

## STROOCK

DATE	DESCRIPTION	NAME	HOURS
	obtain recent pleading re appeals case no. 12-1402 for attorney review (.2).		
05/20/2013	Review appeals case docket no. 11-199 (.1); obtain recent pleading re case no. 12-1402 for attorney review (.2).	Mohamed, D.	0.3
05/21/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
05/22/2013	Obtain and circulate recently docketed pleading in main case (.2); obtain recent pleading re appeals case no. 12-1402 for attorney review (.2); review and organize case file documents (.9); review appeals case docket no. 11-199 (.1).	Mohamed, D.	1.4
05/23/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3
05/29/2013	Obtain and circulate recently docketed pleadings in main case (.4); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.6
05/30/2013	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.4
05/31/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Mohamed, David	8.8	\$ 220	\$ 1,936.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,936.00
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TOTAL FOR THIS MATTER	\$ 1,936.00
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# STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
05/28/2013	Review motion for successor Future's Rep.	Pasquale, K.	0.4
05/29/2013	Review Capstone report.	Pasquale, K.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	0.6	\$ 950	\$ 570.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 570.00
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TOTAL FOR THIS MATTER	\$ 570.00
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## STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
05/03/2013	Review April fee detail.	Magzamen, M.	0.5
05/06/2013	Review revised fee detail and prepare draft of SSL's 145th monthly fee application for attorney review.	Mohamed, D.	0.9
05/06/2013	Emails and confs. Mohamed re quarterly fee application and dates/deadlines (.1); begin drafting 48th quarterly fee application (.5).	Wildes, D.	0.6
05/08/2013	Work on draft 48th quarterly fee application (1.0); emails Mohamed re CNOs and re Order approving 46th quarterly (.1); review same (.1).	Wildes, D.	1.2
05/09/2013	Continue drafting 48th quarterly fee application.	Wildes, D.	1.0
05/13/2013	Review and edit draft of monthly fee application.	Wildes, D.	0.2
05/14/2013	Finalize draft of 48th quarterly fee application (.6); emails Mohamed re same and re inserting charts for same (.1).	Wildes, D.	0.7
05/15/2013	Review & revise draft of SSL's 48th quarterly fee application for attorney review.	Mohamed, D.	1.0
05/16/2013	Review and revise draft of SSL's 145th monthly fee application.	Mohamed, D.	0.5
05/16/2013	Emails Mohamed re inclusion of additional provisions re matter narrative (.1); review and revise same (.2).	Wildes, D.	0.3
05/21/2013	Review final draft of 48th quarterly fee application (.2); conf. Mohamed re minor edits and finalizing same (.1).	Wildes, D.	0.3
05/22/2013	Finalize SSL's 48th quarterly fee application for filing (.6); prepare notice and CoS re same and forward to local counsel for filing (.7); prepare and effectuate service re fee application (.6).	Mohamed, D.	1.9

# STROOCK

DATE	DESCRIPTION	NAME	HOURS
05/29/2013	Finalize SSL's 145th monthly fee application for filing (.7); prepare notice and CoS re same and forward to local counsel for filing (.6); prepare and effectuate service re fee application (.6).	Mohamed, D.	1.9

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Magzamen, Michael	0.5	\$ 345	\$ 172.50
Mohamed, David	6.2	220	1,364.00
Wildes, Denise K.	4.3	735	3,160.50

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 4,697.00
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TOTAL FOR THIS MATTER	\$ 4,697.00
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# STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
05/17/2013	T/c lender re status of confirmation appeals.	Pasquale, K.	0.3
05/22/2013	T/c lender re confirmation appeal issues.	Pasquale, K.	0.3
05/29/2013	T/c lender re default interest issues.	Pasquale, K.	0.3

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	0.9	\$ 950	\$ 855.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 855.00
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TOTAL FOR THIS MATTER	\$ 855.00
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## STROOCK

RE	Fee Application, Others 699843 0020
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DATE	DESCRIPTION	NAME	HOURS
05/10/2013	Review and finalize Capstone's 110th monthly fee application for filing (.7); prepare notice and CoS re same and forward to local counsel for filing (.6); prepare and effectuate service re fee application (.6).	Mohamed, D.	1.9
05/21/2013	Review and finalize Capstone's 37th quarterly fee application for filing (.7); prepare notice and CoS re same and forward to local counsel for filing (.7); prepare and effectuate service re fee application (.6).	Mohamed, D.	2.0
05/29/2013	Review Fee Auditor Report re 47th fee application.	Wildes, D.	0.1
05/30/2013	Review and finalize Capstone's 111th monthly fee application for filing (.8); prepare notice and CoS re same and forward to local counsel for filing (.6); prepare and effectuate service re fee application (.6).	Mohamed, D.	2.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Mohamed, David	5.9	\$ 220	\$ 1,298.00
Wildes, Denise K.	0.1	735	73.50
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 1,371.50	

TOTAL FOR THIS MATTER	\$ 1,371.50
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# STROOCK

RE	Expenses 699843 0024	
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 0.00
MATTER DISBURSEMENT SUMMARY		
Outside Messenger Service		\$ 136.33
Long Distance Telephone		0.28
Duplicating Costs-in House		63.30
O/S Information Services		289.80
TOTAL DISBURSEMENTS/CHARGES		\$ 489.71
TOTAL FOR THIS MATTER		\$ 489.71

# STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
05/17/2013	Review letter from Ct of Appeals to counsel re oral argument and division of time.	Wildes, D.	0.1
05/20/2013	Review Division of Time Form filed re 3d circuit oral argument re confirmation appeal.	Wildes, D.	0.1

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.2	\$ 735	\$ 147.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 147.00
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TOTAL FOR THIS MATTER	\$ 147.00
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## STROOCK

RE	Employment Applications - Others 699843 0040
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DATE	DESCRIPTION	NAME	HOURS
05/28/2013	Review motion to appoint Frankel as successor Legal Representative for Future Asbestos Personal Injury Claimants to Austern (.1); emails Pasquale re same (.1).	Wildes, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.2	\$ 735	\$ 147.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 147.00
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TOTAL FOR THIS MATTER	\$ 147.00
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 10,311.50
TOTAL DISBURSEMENTS/CHARGES	\$ 489.71
TOTAL BILL	\$ 10,801.21

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.



## **EXHIBIT B**

**WR GRACE & CO**  
**SUMMARY OF FEES**  
**MAY 1, 2013 - MAY 31, 2013**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>Partners</b>			
Pasquale, Kenneth	1.5	\$ 950.00	\$ 1,425.00
<b>Associates</b>			
Wildes, Denise	5.6	735	4,116.00
<b>Paraprofessionals</b>			
Magzamen, Michael	0.5	345	172.50
Mohamed, David	20.9	220	4,598.00
<b>Total</b>	<b>28.5</b>		<b>\$ 10,311.50</b>

## **EXHIBIT C**

**WR GRACE & CO**  
**DISBURSEMENT SUMMARY**  
**MAY 1, 2013 - MAY 31, 2013**

Outside Messenger Service	\$ 136.33
Long Distance Telephone	0.28
Duplicating Costs-in House	63.30
O/S Information Services	289.8
<b>TOTAL</b>	<b>\$489.71</b>

## STROOCK

## DISBURSEMENT REGISTER

DATE	June 5, 2013
INVOICE NO.	595021
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR DISBURSEMENTS INCURRED in the captioned matter for the period through  
May 31, 2013, including:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
04/29/2013	Vendor: United Parcel Service Invoice #: 00000010X827183 05.04.13 Tracking #: 1Z10X8270195958228 Shipment Date: 04/29/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	8.29
04/29/2013	Vendor: United Parcel Service Invoice #: 00000010X827183 05.04.13 Tracking #: 1Z10X8270197720613 Shipment Date: 04/29/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.29
04/29/2013	Vendor: United Parcel Service Invoice #: 00000010X827183 05.04.13 Tracking #: 1Z10X8270797503605 Shipment Date: 04/29/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	7.65
05/10/2013	Vendor: United Parcel Service Invoice #: 00000010X827203 05.18.13 Tracking #: 1Z10X8270196832825 Shipment Date: 05/10/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.19
05/10/2013	Vendor: United Parcel Service Invoice #: 00000010X827203 05.18.13 Tracking #: 1Z10X8270197079219 Shipment Date: 05/10/2013	8.19

## STROOCK

PAGE: 2		
DATE	DESCRIPTION	AMOUNT
	Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	
05/10/2013	Vendor: United Parcel Service Invoice #: 00000010X827203 05.18.13 Tracking #: 1Z10X8270796803033 Shipment Date: 05/10/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	7.55
05/21/2013	Vendor: United Parcel Service Invoice #: 00000010X827213 05.25.13 Tracking #: 1Z10X8270198180124 Shipment Date: 05/21/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	8.19
05/21/2013	Vendor: United Parcel Service Invoice #: 00000010X827213 05.25.13 Tracking #: 1Z10X8270199068512 Shipment Date: 05/21/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.19
05/21/2013	Vendor: United Parcel Service Invoice #: 00000010X827213 05.25.13 Tracking #: 1Z10X8270792326637 Shipment Date: 05/21/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	7.55
05/22/2013	Vendor: United Parcel Service Invoice #: 00000010X827213 05.25.13 Tracking #: 1Z10X8270195374608 Shipment Date: 05/22/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	8.19
05/22/2013	Vendor: United Parcel Service Invoice #: 00000010X827213 05.25.13 Tracking #: 1Z10X8270197851615 Shipment Date: 05/22/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.19
05/22/2013	Vendor: United Parcel Service Invoice #: 00000010X827213 05.25.13 Tracking #: 1Z10X8270798949221 Shipment Date: 05/22/2013	7.55

## STROOCK

PAGE: 3		
DATE	DESCRIPTION	AMOUNT
	Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	
05/29/2013	Vendor: United Parcel Service Invoice #: 00000010X827223 06.01.13 Tracking #: 1Z10X8270192462956 Shipment Date: 05/29/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	8.19
05/29/2013	Vendor: United Parcel Service Invoice #: 00000010X827223 06.01.13 Tracking #: 1Z10X8270198279859 Shipment Date: 05/29/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.19
05/29/2013	Vendor: United Parcel Service Invoice #: 00000010X827223 06.01.13 Tracking #: 1Z10X8270798332440 Shipment Date: 05/29/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	7.55
05/30/2013	Vendor: United Parcel Service Invoice #: 00000010X827223 06.01.13 Tracking #: 1Z10X8270194500160 Shipment Date: 05/30/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Dave Klauder, Office of the United States Trustee, 844 N King St, Wilmington, DE 19801	8.19
05/30/2013	Vendor: United Parcel Service Invoice #: 00000010X827223 06.01.13 Tracking #: 1Z10X8270199384475 Shipment Date: 05/30/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: David B. Siegal, W.R. Grace & Co., 7500 Grace Dr, Columbia, MD 21044	8.19
<b>Outside Messenger Service Total</b>		<b>136.33</b>
<b>Long Distance Telephone</b>		
05/20/2013	EXTN.795562, TEL.2015877123, S.T.10:55, DUR.00:00:32	0.28
<b>Long Distance Telephone Total</b>		<b>0.28</b>

# STROOCK

PAGE: 4		
DATE	DESCRIPTION	AMOUNT
<b>Duplicating Costs-in House</b>		
05/22/2013		63.30
	<b>Duplicating Costs-in House Total</b>	<b>63.30</b>
<b>O/S Information Services</b>		
05/02/2013	Pacer Search Service on 1/2/2013	289.80
	<b>O/S Information Services Total</b>	<b>289.80</b>
BILL DISBURSEMENT SUMMARY		
Outside Messenger Service	\$ 136.33	
Long Distance Telephone	0.28	
Duplicating Costs-in House	63.30	
O/S Information Services	289.80	
TOTAL DISBURSEMENTS/CHARGES		\$ 489.71



**Monthly Fee Application for June 2013**

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	
	)	Chapter 11
	)	
	)	Case No. 01-01139 (KJC)
W. R. GRACE & CO., <u>et al.</u> <sup>1</sup> ;	)	(Jointly Administered)
	)	
Debtors.	)	<b>Objection Deadline:</b>
	)	<b>August 19, 2013 at 4:00 p.m.</b>
	)	<b>Hearing date: To be scheduled only if objections</b>
	)	<b>are timely filed and served.</b>

**NOTICE OF FILING OF MONTHLY FEE APPLICATION**

To: (1) The Debtors; (2) Counsel to the Debtors; (3) The Office of the United States Trustee; (4) Counsel to the Official Committee of Asbestos Personal Injury Claimants; (5) Counsel to the Official Committee of Asbestos Property Damage Claimants; (6) Counsel to the Official Committee of Equity Holders; (7) Counsel to the Debtors-in-Possession Lenders; and (8) the Fee Auditor:

Stroock & Stroock & Lavan LLP (“Stroock”), counsel to the Official Committee of Unsecured Creditors (the “Committee”) of the above captioned debtor and debtors in possession

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<sup>1</sup> The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

in the above-captioned chapter 11 cases, filed and served the One Hundred and Forty-Seventh Monthly Fee Application of Stroock & Stroock & Lavan LLP for Interim Compensation and for Reimbursement of Expenses for the services rendered during the period June 1, 2013 through June 30, 2013, seeking compensation in the amount of \$18,107.50 and reimbursement for actual and necessary expenses in the amount of \$274.42.

Objections or responses to the Monthly Fee Application, if any, must be made in writing and filed with the United States Bankruptcy Court for the District of Delaware, 824 Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before **August 19, 2013 at 4:00 p.m.**

At the same time you must also serve a copy of the objections or responses, if any, upon the Affected Professional and each of the following: (i) co-counsel for the Debtors, Adam Paul, Esquire, Kirkland & Ellis LLP, 300 North LaSalle, Chicago, Illinois 60654 (fax number 312-862-2200), and James E. O'Neill, Esquire, Pachulski, Stang, Ziehl, Young & Jones P.C., 919 North Market Street, Suite 1600, P.O. Box 8705, Wilmington, DE 19899-8705 (Courier 19801) (fax number 302-652-4400), and Roger J. Higgins, Esquire, The Law Offices of Roger Higgins LLC, 111 East Wacker Drive, Suite 2800, Chicago, IL 60601 (Fax number 312-577-0737); (ii) co-counsel to the Official Committee of Unsecured Creditors, Kenneth Pasquale, Esquire, Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, New York 10038-4982 (fax number 212-806-6006), and Michael R. Lastowski, Esquire, Duane Morris LLP, 222 Delaware Avenue, Suite 1600, Wilmington, Delaware 19801-1659 (fax number 302-657-4901); (iii) co-counsel to the Official Committee of Asbestos Property Damage Claimants, Scott L. Baena, Esquire, Bilzin, Sumberg, Dunn, Baena, Price & Axelrod LLP, Wachovia Building, 200 South Biscayne Boulevard, Suite 2500, Miami, Florida 33131 (fax number 305-374-7593), and Michael B. Joseph, Esquire, Ferry & Joseph, P.A., 824 Market Street, Suite 904, P.O. Box 1351,

Wilmington, Delaware 19899 (fax number 302-575-1714); (iv) co-counsel to the Official Committee of Asbestos Personal Injury Claimants, Elihu Inselbuch, Esquire, Caplin & Drysdale, Chartered, 600 Lexington Avenue, 21st Floor, New York, New York 10022 (fax number 212-379-6001), and Mark Hurford, Esquire, Campbell & Levine, LLC, 222 Delaware Avenue, Suite 1620, Wilmington, Delaware 19801 (fax number 302-426-9947); (v) co-counsel to the DIP Lender, J. Douglas Bacon, Esquire, Latham & Watkins LLP, Sears Tower, Suite 5800, Chicago, Illinois 60606 (fax number 312-993-9767), and Neil B. Glassman, Esquire, The Bayard Firm, 222 Delaware Avenue, Suite 900, P.O. 25130, Wilmington, Delaware 19899 (fax number 302-658-6395); (vi) co-counsel to the Official Committee of Equity Holders, Thomas Moers Mayer, Esquire, Kramer Levin Naftalis & Frankel LLP, 1177 Avenue of the Americas, New York, New York 10036 (fax number 212-715-8000), and Teresa K.D. Currier, Esquire, Saul Ewing LLP, 222 Delaware Avenue, Wilmington, Delaware 19801 (Fax number 302-421-6813); (vii) the Office of the United States Trustee, Attn: David Klauder, Esquire, 844 N. King Street, Wilmington, Delaware 19801 (fax number 302-573-6497); and (viii) the Fee Auditor, Bobbi M. Ruhlander, Esquire, Warren H. Smith and Associates, P.C., 2235 Ridge Road, Suite 105, Rockwall, TX 75087 (Fax number 214-722-0081).

**[Remainder of Page Left Intentionally Blank]**

Dated: July 29, 2013  
Wilmington, Delaware

**RESPECTFULLY SUBMITTED,**

/s/ Michael R. Lastowski

Michael R. Lastowski, Esq. (DE 3892)  
Richard W. Riley (DE 4052)  
DUANE MORRIS LLP  
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William S. Katchen, Esquire (Admitted in NJ Only)  
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744 Broad Street  
Newark, NJ 07102-3889  
Telephone: (973) 424-2000  
Facsimile: (973) 424-2001  
E-mail: wskatchen@duanemorris.com

and

Kenneth Pasquale, Esquire  
STROOCK & STROOCK & LAVAN LLP  
180 Maiden Lane  
New York, New York 10038-4982  
Telephone: (212) 806-5400  
Facsimile: (212) 806-6006  
E-mail: kpasquale@stroock.com

Co-Counsel for the Official Committee of  
Unsecured Creditors of W. R. Grace & Co., et al.

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

W.R. GRACE & CO., et al.,

Debtors.

)  
) Chapter 11  
)  
)

) Case No. 01-01139 (KJC)  
) (Jointly Administered)  
)

) **Objection Deadline:**  
) **August 19, 2013 at 4:00 p.m.**  
) **Hearing date: To be scheduled only if objections**  
) **are timely filed and served.**

**ONE HUNDRED AND FORTY-SEVENTH MONTHLY FEE APPLICATION OF  
STROOCK & STROOCK & LAVAN LLP FOR COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF EXPENSES AS COUNSEL TO  
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS  
FOR THE PERIOD FROM JUNE 1, 2013 THROUGH JUNE 30, 2013**

Name of Applicant

**Stroock & Stroock & Lavan LLP**

Authorized to Provide  
Professional Services to:

**Official Committee of Unsecured Creditors**

Date of Retention:

**April 12, 2001**

Period for which compensation and  
reimbursement is sought

**June 1, 2013 – June 30, 2013**

Amount of Compensation sought as  
actual, reasonable and necessary:

**\$18,107.50 (80%: \$14,486.00)**

Amount of Expense Reimbursement sought  
as actual, reasonable and necessary:

**\$274.42**

This is an: ☒ interim ☐ final application

**Attachment A****Monthly Interim Fee Applications**

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001 D.I.339	4/12/01- 4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001 D.I.613	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001 D.I.772	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
September 5, 2001 D.I.889	7/1/01- 7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001 D.I.983	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001 D.I.1058	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001 D.I.1239	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002 D.I.1470	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002 D.I.1608	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002 D.I.1812	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002 D.I.1951	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002 D.I.2029	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002 D.I.2156	04/01/02- 04/30/02	\$97,251.50	\$1,816.40 (Stroock) \$9,772.37 (Chambers)	\$77,801.20	\$11,588.86

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2002 D.I.2324	05/01/02 – 05/31/02	\$74,910.75	\$2,9154.43 (Stroock) \$43,190.69 (Chambers)	\$59,928.60	\$46,105.12
August 5, 2002 D.I.2495	06/01/02 – 06/30/02	\$73,096.75	\$2,054.05 (Stroock) \$114,666.72 (Chambers)	\$58,477.4011	\$116,720.77
September 20, 2002 D.I.2720	07/01/02 – 07/31/02	\$90,903.27	\$1,250.79 (Stroock) \$11,996.25 (Chambers)	\$72,722.61	\$13,274.04
October 29, 2002 D.I.2898	08/01/02 – 08/31/02	\$93,151.25	\$11,539.51 (Stroock) \$5,046.70 (Chambers)	\$74,521.00	\$16,586.21
November 14, 2002 D.I.2981	09/01/02 – 09/30/02	\$96,613.25	\$15,567.77 (Stroock) \$771.50 (Chambers)	\$77,290.60	\$16,339.27
December 10, 2002 D.I.3129	10/1/02 – 10/31/02	\$68,404.00	\$2,956.54 (Stroock) \$1,780.75 (Chambers)	\$54,723.20	\$4,737.29
January 28, 2003 D.I.3286	11/1/02 – 11/30/02	\$75,345.50	\$8,712.16 (Stroock)	\$60,276.40	\$8,712.16
February 7, 2003 D.I.3349	12/1/02 – 12/31/02	\$27,683.50	\$13,332.14 (Stroock)	\$22,146.80	\$13,332.14
March 26, 2003 D.I.3552	1/1/03 – 1/31/03	\$88,139.00	\$1,210.11 (Stroock)	\$70,511.20	\$1,210.11
April 7, 2003 D.I.3626	2/1/03 – 2/28/03	\$76,313.00	\$2,022.78 (Stroock) \$1,077.80 (Chambers)	\$61,050.40	\$3,100.58
April 29, 2003 D.I. 3718	3/1/03 – 3/31/03	\$60,163.50	\$6,191.15 (Stroock)	\$48,130.80	\$6,191.15
June 2, 2003 D.I. 3850	4/1/03 – 4/30/03	\$60,269.00	\$814.02 (Stroock) \$2,043.00 (Chambers)	\$48,215.20	\$2,857.02
July 1, 2003 D.I. 3983	5/1/03 – 5/31/03	\$111,990.50	\$691.84 (Stroock) \$9,830.50 (Chambers)	\$89,592.40	\$10,522.34
August 5, 2003 D.I. 4152	6/1/03 – 6/30/03	\$43,824.00	\$1,220.42 (Stroock) \$61,755.00 (Chambers)	\$35,059.20	\$62,975.42



		Payment Requested:		CNO Filed Approving:	
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September 4, 2003 D.I. 4381	7/1/03 – 7/31/03	\$79,090.50	\$2,301.33 (Stroock) \$14,274.25 (Chambers)	\$55,941.60	\$16,575.58
September 30, 2003 D.I. 4512	8/1/03 – 8/31/03	\$69,927.00	\$1,164.19 (Stroock) \$12,488.94 (Chambers)	\$55,941.60	\$13,653.13
October 29, 2003 D.I. 4625	9/1/03 – 9/30/03	\$69,409.50	\$1,076.94 (Stroock) \$10,102.00 (Chambers)	\$55,527.60	\$11,178.94
December 19, 2002 D.I. 4843	10/1/03 – 10/31/03	\$96,980.50	\$3,800.45 (Stroock) \$42,881.50 (Chambers)	\$77,584.40	\$46,681.95
January 23, 2003 D.I. 4976	11/1/03 – 11/30/03	\$66,428.50	\$1,225.38 (Stroock) \$30,463.00 (Navigant f/k/a Chambers)	\$53,142.80	\$31,688.38
February 4, 2004 D.I. 5056	12/1/03 – 12/31/03	\$52,321.50	\$924.99 (Stroock) \$27,005.00 (Navigant f/k/a Chambers)	\$41,857.20	\$27,929.99
March 17, 2004 D.I. 5309	1/1/04 – 1/31/04	\$65,980.50	\$1,917.93 (Stroock) \$47,654.57 (Navigant f/k/a Chambers)	\$52,784.40	\$49,572.50
April 6, 2004 D.I. 5406	2/1/04 – 2/29/04	\$90,421.50	\$3,636.48 (Stroock) \$35,492.50 (Navigant f/k/a Chambers)	\$72,337.20	\$39,128.98
April 28, 2004 D.I. 5498	3/1/04 – 3/31/04	\$103,524.00	\$5,567.34 (Stroock)	\$82,819.20	\$5,567.34
June 14, 2004 D.I. 5803	4/1/04 – 4/30/04	\$99,136.00	\$3,518.96 (Stroock) \$1,515.00 (Navigant February) \$49,667.00 (Navigant March) \$80,307.11 (Navigant April)	\$79,308.80	\$135,008.07
July 2, 2004 D.I. 5917	5/1/04 – 5/31/04	\$134,324.50	\$2,409.97 (Stroock) \$78,360.05 (Navigant May)	\$107,459.60	\$80,770.02

		Payment Requested:		CNO Filed Approving:	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
August 2, 2004 D.I. 6105	6/1/04 – 6/30/04	\$120,501.00	\$1,831.49 (Stroock) \$62,625.00 (Navigant June)	\$96,400.80	\$64,456.49
September 9, 2004 D.I. 6341	7/1/04 – 7/31/04	\$72,394.00	\$3,461.84 (Stroock) \$40,427.50 (Navigant July)	\$57,915.20	\$43,889.34
September 23, 2004 D.I. 6444	8/1/04 – 8/31/04	\$70,457.00	\$1,764.40 (Stroock)	\$56,365.60	\$1,764.40
October 14, 2004 D.I. 6625	9/1/04 – 9/30/04	\$83,903.50	\$1,535.61 (Stroock) \$27,142.00 (Navigant August)	\$67,122.80	\$28,677.61
December 3, 2004 D.I. 7086	10/1/04 – 10/31/04	\$200,155.50	\$1,368.18 (Stroock) \$ 24,659.00 (Navigant September)	\$160,124.40	\$26,027.18
January 7, 2005 D.I. 7481	11/1/04 – 11/30/04	\$218,608.50	\$14,019.09 (Stroock) \$25,102.80 (Navigant October) \$27,972.34 (Navigant November)	\$174,886.80	\$67,094.23
February 2, 2005 D.I. 7667	12/1/04 – 12/31/04	\$235,503.70	\$10,442.92 (Stroock) \$62,687.97 (Navigant December)	\$188,402.96	\$73,130.89
March 15, 2005 D.I. 8026	1/1/05 – 1/31/05	\$187,168.00	\$4,411.55 (Stroock) \$15,686.00 (Navigant January)	\$149,734.40	\$20,097.55
April 1, 2005 D.I. 8155	2/1/05 – 2/28/05	\$108,180.25	\$8,102.85 (Stroock) \$18,303.37 (Navigant February)	\$86,544.20	\$26,406.22
April 25, 2005 D.I. 8331	3/1/05 – 3/31/05	\$56,941.25	\$287.23 (Stroock) \$6,114.86 (Navigant March)	\$45,553.00	\$6,402.09
June 6, 2005 D.I. 8562	4/1/05 – 4/30/05	\$127,695.00	\$3,531.45 (Stroock) \$20,129.06 (Navigant April)	\$102,156.00	\$23,660.51

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Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
June 28, 2005 D.I. 8704	5/1/05 – 5/31/05	\$115,453.75	\$858.21 (Stroock)	\$78,855.20	\$858.21
August 3, 2005 D.I. 9135	6/1/05 – 6/30/05	\$114,903.75	\$4,871.74 (Stroock) \$34,075.28 (Navigant)	\$91,923.00	\$38,947.02
September 8, 2005 D.I. 9356	7/1/05 – 7/31/05	\$117,780.75	\$2,088.44 (Stroock) \$2,211.00 (Navigant)	94,224.60	\$4,299.44
October 14, 2005 D.I. 9565	8/1/05 8/31/05	\$106,796.25	\$5,046.99 (Stroock) \$18,550.00 (Navigant)	\$85,437.00	\$23,596.99
November 1, 2005 D.I. 10951	9/1/05 9/31/05	\$67,697.50	\$1,399.68 (Stroock) \$11,197.50 (Navigant)	\$54,158.00	\$12,597.18
November 29, 2005 D.I. 11202	10/1/05 - 10/31/05	\$98,216.75	\$1,611.30 (Stroock) \$11,582.50 (Navigant)	\$78,573.40	\$13,193.80
January 9, 2006 D.I. 11507	11/1/05 11/30/05	\$104,348.00	\$2,847.45 (Stroock) \$71,598.50 (Navigant)	\$83,478.40	\$74,445.95
January 30, 2006 D.I. 11655	12/1/05 – 12/31/05	\$96,855.00	\$1,379.53 (Stroock) \$20,317.49 (Navigant)	\$77,484.00	\$21,697.02
March 1, 2006 D.I. 11921	1/1/06 – 1/31/06	\$73,383.00	\$1,810.85 (Stroock) \$14,124.01 (Navigant)	\$58,706.40	\$15,934.86
March 28, 2006 D.I. 12134	2/1/06 – 2/28/06	\$105,083.75	\$1,434.62 (Stroock) \$25,971.70 (Navigant)	\$84,067.00	\$27,406.32
May 2, 2006 D.I. 12354	3/1/2006 - 3/31/2006	\$145,189.50	\$2,512.81 (Stroock) \$25,838.37 (Navigant)	\$116,151.60	\$28,351.18
May 31, 2006 D.I. 12558	4/1/2006 - 4/30/2006	\$116,817.00	\$2,141.42 (Stroock) \$7,425.00 (Navigant)	\$93,453.60	\$9,566.42
July 6, 2006 D.I. 12748	5/1/2006 – 5/31/2006	\$121,304.50	\$1,838.71 (Stroock) \$17,493.75 (Navigant)	\$97,043.60	\$19,332.46
August 1, 2006 D.I. 12899	6/1/2006 – 6/30/2006	\$94,856.50	\$1,869.66 (Stroock) \$38,548.75 (Navigant)	\$75,885.20	\$40,418.41

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August 30, 2006 D.I. 13117	7/1/2006 – 7/31/2006	\$97,397.25	\$496.76 (Stroock) \$30,280.00 (Navigant)	\$77,917.80	\$30,776.76
October 2, 2006 D.I. 13336	8/1/2006- 8/31/2006	\$131,856.25	\$98.34 (Stroock) \$98,317.50 (Navigant)	\$105,485.00	\$98,415.84
November 2, 2006 D.I. 13559	9/1/2006 – 9/30/2006	\$150,960.00	\$4,147.01 (Stroock) \$91,179.11 (Navigant)	\$120,768.00	\$95,326.12
November 29, 2006 D.I. 13838	10/1/06 – 10/31/06	\$196,223.50	\$915.14 (Stroock) \$147,374.20 (Navigant)	\$156,978.89	\$148,289.34
January 12, 2007 D.I. 14292	11/1/06 – 11/30/06	\$188,638.00	\$3,370.16 (Stroock) \$133,438.70 (Navigant)	\$150,910.40	\$136,808.86
January 29, 2007 D.I. 14415	12/1/06 – 12/31/06	\$99,832.00	\$5,752.89 (Stroock) \$55,245.22 (Navigant)	\$79,865.60	\$60,998.11
March 8, 2007 D.I. 14810	1/1/2007 – 1/31/2007	\$77,582.00	\$962.06 (Stroock) \$90,474.74 (Navigant)	\$62,065.60	\$91,436.80
April 10, 2007 D.I. 15132	2/1/2007 – 2/28/2007	\$119,140.50	\$3,092.88 (Stroock) \$77,301.25 (Navigant)	\$95,312.40	\$80,394.13
May 1, 2007 D.I. 15457	3/1/2007 – 3/31/2007	\$135,228.00	\$6,635.25 (Stroock) \$104,674.53 (Navigant)	\$108,182.40	\$111,309.78
June 22, 2007 D.I. 16136	4/1/2007 – 4/30/2007	\$177,646.00	\$815.81 (Stroock) \$173,437.45 (Navigant)	\$142,116.80	\$174,253.26
July 17, 2007 D.I. 16309	5/1/2007 – 5/31/2007	\$205,937.25	\$6,405.01 (Stroock) \$162,431.03 (Navigant)	\$164,749.80	\$168,836.04
August 10, 2007 D.I. 16528	6/1/2007 – 6/30.2007	\$225,650.50	\$5,929.97 (Stroock) \$200,294.81 (Navigant)	\$180,520.40	\$206,224.78
September 14, 2007 D.I. 16822	7/1/2007 – 7/31/2007	\$157,268.50	\$4,021.65 (Stroock) \$208,116.54 (Navigant)	\$125,814.80	\$212,138.19
October 1, 2007 D.I. 16959	8/1/2007 – 8/31/2007	\$145,866.50	\$3,354.61 (Stroock) \$210,152.54 (Navigant)	\$116,693.20	\$213,507.15

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November 19, 2007 D.I. 17394	9/1/2007 – 9/30/2007	\$206,908.50	\$3,056.89 (Stroock)	\$165,526.80	\$3,056.89
December 5, 2007 D.I. 17548	10/1/07 - 10/31/07	\$288,976.50	\$22,324.58 (Stroock) \$325,509.63 (Navigant)	\$231,181.20	\$347,834.21
January 11, 2008 D.I. 17803	11/1/07 – 11/30/07	\$249,372.50	\$32,780.40 (Stroock) \$162,394.93 (Navigant)	\$199,498.00	\$195,175.33
February 1, 2008 D.I. 17957	12/1/07 – 12/31/07	\$116,522.50	\$57,717.92 (Stroock) \$47,444.43 (Navigant)	\$93,218.00	\$105,162.35
March 4, 2008 D.I. 18202	1/1/08 – 1/31/08	\$201,472.50	\$3,282.80 (Stroock) \$86,070.26 (Navigant)	\$161,178.00	\$89,353.06
April 4, 2008 D.I. 18450	2/1/08 – 2/29/08	\$195,491.00	\$5,922.25 (Stroock) \$73,924.16 (Navigant)	\$156,392.80	\$79,846.41
April 29, 2008 D.I. 18639	3/1/08 – 3/31/08	\$275,659.00	\$11,217.17 (Stroock) \$69,201.53 (Navigant)	\$220,527.20	\$80,418.70
June 4, 2008 D.I. 18862	4/1/08 - 4/30/08	\$298,888.00	\$10,143.60 (Stroock) \$38,800.00 (Navigant)	\$239,110.40	\$48,943.60
July 1, 2008 D.I. 19032	5/1/08 - 5/31/08	\$138,683.50	\$3,649.95 (Stroock)	\$110,946.80	\$3,649.95
August 4, 2008 D.I. 19224	6/1/2008 - 6/30/2008	\$213,559.00	\$12,357.78 (Stroock) \$96.84 (Navigant)	\$170,847.20	\$12,454.62
September 10, 2008 D.I. 19516	7/1/2008 - 7/31/2008	\$206,087.50	\$6,717.13 (Stroock) \$259.90 (Navigant)	\$164,870.00	\$6,977.03
September 30, 2008 D.I. 19653	8/1/2008 – 8/31/2008	\$212,928.50	\$2,326.65 (Stroock)	\$170,342.80	\$2,326.65
November 6, 2008 D.I. 19949	9/1/2008 – 9/30/2008	\$226,486.50	\$2,844.77 (Stroock)	\$181,189.20	\$2,844.77
December 2, 2008 D.I. 20174	10/1/08 – 10/31/08	\$270,097.00	\$10,611.52 (Stroock)	\$216,077.60	\$10,611.52

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December 30, 2008 D.I. 20384 & 20385	11/1/08 – 11/30/08	\$184,642.00	\$5,870.24 (Stroock)	\$147,713.60	\$5,870.24
February 3, 2009 D.I. 20654	12/1/08 – 12/31/08	\$102,648.50	\$4,017.80 (Stroock)	\$82,118.80	\$4,017.80
March 3, 2009 D.I. 20906	1/1/09 – 1/31/09	\$114,525.00	\$2,458.44 (Stroock)	\$91,620.00	\$2,458.44
March 30, 2009 D.I. 21152	2/1/09 – 2/28/09	\$141,569.00	\$1,627.89 (Stroock)	\$113,255.20	\$1,627.89
April 29, 2009 D.I. 21475	3/1/09 – 3/31/09	\$181,006.75	\$3,270.02 (Stroock)	\$144,805.40	\$3,270.02
May 29, 2009 D.I. 21910	4/1/09 – 4/30/09	\$187,588.50	\$1,545.41 (Stroock)	\$150,070.80	\$1,545.41
July 1, 2009 D.I. 22310	5/1/09 – 5/31/09	\$227,989.00	\$9,428.79 (Stroock)	\$182,391.20	\$9,428.79
August 6, 2009 D.I. 22709	6/1/09 – 6/30/09	\$238,611.25	\$5,960.91 (Stroock)	\$190,889.00	\$5,960.91
September 25, 2009 D.I. 23338	7/1/09 – 7/31/09	\$294,766.50	\$17,306.20 (Stroock)	\$235,813.20	\$17,306.20
October 5, 2009 D.I. 23422	8/1/09 – 8/31/09	\$299,544.25	\$7,237.57 (Stroock) \$2,812.50 (Navigant)	\$239,635.40	\$10,050.07
November 13, 2009 D.I. 23759	9/1/09 – 9/30/09	\$349,937.50	\$20,164.05 (Stroock)	\$279,950.00	\$20,164.05
December 1, 2009 D.I. 23897	10/1/09 – 10/31/09	\$281,050.75	\$12,457.25 (Stroock)	\$224,840.60	\$12,457.25
December 30, 2009 D.I. 24087	11/1/09 – 11/30/09	\$219,347.00	\$10,084.80 (Stroock)	\$175,477.60	\$10,084.80
January 29, 2010 D.I. 24211	12/1/09 – 12/31/09	\$117,137.00	\$3,532.36 (Stroock)	\$93,709.60	\$3,532.36

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March 1, 2010 D.I. 24376	1/1/2010 – 1/31/2010	\$193,442.75	\$3,163.37 (Stroock)	\$154,754.20	\$3,163.37
March 30, 2010 D.I. 24537	2/1/2010 – 2/28/2010	\$56,435.50	\$1,668.29 (Stroock)	\$45,148.40	\$1,668.29
April 28, 2010 D.I. 24687	3/1/2010 – 3/31/2010	\$42,209.00	\$636.63 (Stroock)	\$33,767.20	\$636.63
May 28, 2010 D.I. 24859	4/1/2010 – 4/30/2010	\$44,465.00	\$265.51 (Stroock)	\$35,572.00	\$265.51
June 28, 2010 D.I. 24993	5/1/2010 – 5/31/2010	\$36,946.50	\$770.90 (Stroock)	\$29,557.20	\$770.90
July 28, 2010 D.I. 25130	6/1/2010 – 6/30/2010	\$52,374.50	\$93.68 (Stroock)	\$41,899.60	\$93.68
August 30, 2010 D.I. 25286	7/1/2010 – 7/31/2010	\$20,240.00	\$141.30 (Stroock)	\$16,192.00	\$141.30
September 28, 2010 D.I. 25488	8/1/2010 – 8/31/2010	\$23,595.50	\$157.91 (Stroock)	\$18,876.40	\$157.91
October 28, 2010 D.I. 25660	9/1/2010 – 9/30/2010	\$25,244.50	\$328.75 (Stroock)	\$20,195.60	\$328.75
November 29, 2010 D.I. 25812	10/1/2010 – 10/31/10	\$17,677.50	\$90.00 (Stroock)	\$14,142.00	\$90.00
December 28, 2010 D.I. 25963	11/1/2010 – 11/30/2010	\$45,417.00	\$307.06 (Stroock)	\$36,333.60	\$307.06
January 28, 2011 D.I. 26140	12/1/2011 – 12/31/2011	\$78,046.75	\$2,238.40 (Stroock)	\$62,437.40	\$2,238.40
February 28, 2011 D.I. 26435	1/1/2011 – 1/31/2011	\$37,267.00	\$193.84 (Stroock)	\$29,813.60	\$193.84
March 28, 2011 D.I. 26651	2/1/2011 – 2/28/2011	\$145,264.75	\$3,264.42 (Stroock)	\$116,211.80	\$3,264.42

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April 28, 2011 D.I. 26834	3/1/2011 – 3/31/2011	\$95,649.00	\$1,447.38 (Stroock)	\$76,519.20	\$1,447.38
May 31, 2011 D.I. 27012	4/1/2011 – 4/30/2011	\$137,671.50	\$1,005.62 (Stroock)	\$110,137.20	\$1,005.62
June 28, 2011 D.I. 27166	5/1/2011 – 5/31/2011	\$67,451.50	\$1,350.50 (Stroock)	\$53,961.20	\$1,350.50
July 28, 2011 D.I. 27326	6/1/2011 – 6/30/2011	\$183,497.75	\$1,903.63 (Stroock)	\$146,798.20	\$1,903.63
August 30, 2011 D.I. 27526	7/1/2011 – 7/31/2011	\$63,076.00	\$1,373.39 (Stroock)	\$50,460.80	\$1,373.39
September 28, 2011 D.I. 27675	8/1/2011 – 8/31/2011	\$56,731.00	\$1,133.86 (Stroock)	\$45,384.80	\$1,133.86
October 28, 2011 D.I. 27847	9/1/2011 – 9/30/2011	\$68,727.00	\$1,025.63 (Stroock)	\$54,981.60	\$1,025.63
December 1, 2011 D.I. 28060	10/1/2011 – 10/31/2011	\$55,335.00	\$348.59 (Stroock)	\$44,268.00	\$348.59
December 28, 2011 D.I. 28281	11/1/2011 – 11/30/2011	\$29,136.00	\$416.68 (Stroock)	\$23,308.80	\$416.68
February 3, 2012 D.I. 28463	12/1/2011 – 12/31/2011	\$8,012.50	\$52.22 (Stroock)	\$6,410.00	\$52.22
February 28, 2012 D.I. 28595	1/1/2012 – 1/31/2012	\$31,694.50	\$379.41 (Stroock)	\$25,355.60	\$379.41
March 28, 2012 D.I. 28732	2/1/2012 – 2/29/2012	\$62,628.00	\$220.71 (Stroock)	\$50,102.40	\$220.71
April 30, 2012 D.I. 28848	3/1/2012 – 3/31/2012	\$27,172.50	\$140.02 (Stroock)	\$21,738.00	\$140.02
May 30, 2012 D.I. 28991	4/1/2012 – 4/30/2012	\$24,898.50	\$75.21 (Stroock)	\$19,918.80	\$75.21



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Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
July 2, 2012 D.I. 29165	5/1/2012 – 5/31/2012	\$42,647.00	\$1,118.18 (Stroock)	\$34,117.60	\$1,118.18
July 30, 2012 D.I. 29369	6/1/2012 – 6/30/2012	\$38,931.50	\$70.86 (Stroock)	\$31,145.20	\$70.86
August 28, 2012 D.I. 29520	7/1/2012 – 7/31/12	\$38,387.50	\$330.64 (Stroock)	\$30,710.00	\$330.64
September 28, 2012 D.I. 29705	8/1/2012 – 8/31/2012	\$12,847.00	\$53.09 (Stroock)	\$10,277.60	\$53.09
November 14, 2012 D.I. 29896	9/1/2012 – 9/30/2012	\$11,631.00	\$102.99 (Stroock)	\$9,304.80	\$102.99
December 5, 2012 D.I. 29997	10/1/2012 – 10/31/2012	\$21,007.00	\$75.77 (Stroock)	\$16,805.60	\$75.77
January 2, 2013 D.I. 30111	11/1/2012 – 11/30/2012	\$50,897.50	\$120.11 (Stroock)	\$40,718.00	\$120.11
January 28, 2013 D.I. 30200	12/1/2012 – 12/31/2012	\$22,527.00	\$351.88 (Stroock)	\$18,021.60	\$351.88
February 28, 2013 D.I. 30331	1/1/2013 – 1/31/2013	\$18,721.00	\$365.80 (Stroock)	\$14,976.80	\$365.80
March 29, 2013 D.I. 30451	2/1/2013 – 2/28/2013	\$14,581.00	\$16.38 (Stroock)	\$11,664.80	\$16.38
April 29, 2013 D.I. 30565	3/1/2013 – 3/31/2013	\$9,726.00	\$103.45 (Stroock)	\$7,780.80	\$103.45
May 29, 2013 D.I. 30678	4/1/2013 – 4/30/2013	\$15,588.00	\$24.23 (Stroock)	\$12,470.40	\$24.23
June 28, 2013 D.I. 30786	5/1/2013 – 5/31/2013	\$10,311.50	\$489.71 (Stroock)	\$8,249.20	\$489.71

**WR GRACE & CO**  
**ATTACHMENT B**  
**JUNE 1, 2013 - JUNE 30, 2013**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>	<b>No. of Years in Position</b>
<b>Partners</b>				
Pasquale, Kenneth	15.0	\$ 950	\$ 14,250.00	23
<b>Associates</b>				
Wildes, Denise	2.7	735	1,984.50	23
<b>Paraprofessionals</b>				
Magzamen, Michael	0.2	345	69.00	11
Mohamed, David	8.2	220	1,804.00	23
<b>Total</b>	<b>26.1</b>		<b>\$ 18,107.50</b>	

## **EXHIBIT A**

**WR GRACE & CO**  
**COMPENSATION BY PROJECT CATEGORY**  
**JUNE 1, 2013 - JUNE 30, 2013**

<b>Matter Code</b>	<b>Project Category</b>	<b>Hours</b>	<b>Amount</b>
0014	Case Administration	5.4	\$ 1,342.50
0017	Committee, Creditors', or Equity Holders'	0.5	475.00
0018	Fee Application, Applicant	3.9	1,192.00
0019	Creditor Inquiries	5.4	5,001.00
0035	Travel - Non Working	3.0	2,850.00
0036	Plan and Disclosure Statement	0.8	588.00
0037	Hearings	6.7	6,365.00
0040	Employment Applications - Others	0.4	294.00
	<b>Total</b>	<b>26.1</b>	<b>\$18,107.50</b>

## STROOCK

## INVOICE

DATE	July 3, 2013
INVOICE NO.	597491
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR PROFESSIONAL SERVICES RENDERED in the captioned matter for the period through June 30, 2013, including:

RE	Case Administration 699843 0014
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DATE	DESCRIPTION	NAME	HOURS
06/03/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
06/04/2013	Review appeals case docket no. 11-199 (.1); update internal case docket (.1).	Mohamed, D.	0.2
06/05/2013	Obtain and circulate recently docketed pleadings in main case (.2); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4
06/06/2013	Obtain and circulate recently docketed pleading in main case (.2); review appeals case docket no. 11-199 (.1); obtain pleadings re case no. 12-1402 for attorney review (.3).	Mohamed, D.	0.6
06/07/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
06/10/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2
06/11/2013	Obtain and circulate recently docketed pleadings in main case (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3

## STROOCK

DATE	DESCRIPTION	NAME	HOURS	
06/12/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2	
06/13/2013	Review appeals case docket no. 11-199 (.1); update internal case docket (.1).	Mohamed, D.	0.2	
06/14/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2	
06/14/2013	Review corresp. from Fee Auditor to Judge Carey re project category spreadsheet.	Wildes, D.	0.1	
06/17/2013	Review appeals case docket nos. 11-199 and 12-1402.	Mohamed, D.	0.2	
06/17/2013	Review Fee Auditor's initial report re Stroock's 48th Interim Fee Application (.1); conf. Mohamed re same (.1).	Wildes, D.	0.2	
06/19/2013	Obtain and circulate recently docketed pleadings re case nos. 11-1139 and 12-1402 for attorney review (.4); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.5	
06/20/2013	Obtain and circulate recently docketed pleadings in main case.	Mohamed, D.	0.2	
06/21/2013	Obtain and circulate recently docketed pleading in main case (.1); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.3	
06/24/2013	Obtain and circulate recently docketed pleadings in main case (.3); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.5	
06/26/2013	Obtain recent pleading re appeals case no. 12-1402 for attorney review (.2); review appeals case docket no. 11-199 (.1).	Mohamed, D.	0.3	
06/28/2013	Obtain and circulate recently docketed pleadings in main case (.2); review appeals case docket nos. 11-199 and 12-1402 (.2).	Mohamed, D.	0.4	
SUMMARY OF HOURS		HOURS	RATE	TOTAL

Mohamed, David	5.1	\$ 220	\$ 1,122.00
Wildes, Denise K.	0.3	735	220.50

# STROOCK

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,342.50
TOTAL FOR THIS MATTER	\$ 1,342.50

# STROOCK

RE	Committee, Creditors', Noteholders', or Equity Holders' 699843 0017
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DATE	DESCRIPTION	NAME	HOURS
06/18/2013	Memo to committee re: 3d Cir arguments.	Pasquale, K.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	0.5	\$ 950	\$ 475.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 475.00
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TOTAL FOR THIS MATTER	\$ 475.00
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# STROOCK

RE	Fee Application, Applicant 699843 0018
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DATE	DESCRIPTION	NAME	HOURS
06/05/2013	Review May fee detail.	Magzamen, M.	0.2
06/06/2013	Review revised fee detail and prepare draft of SSL's 146th monthly fee application.	Mohamed, D.	1.1
06/13/2013	Review revised draft of SSL's 146th monthly fee application.	Mohamed, D.	0.4
06/18/2013	Attn to Fee Auditor's re initial report (.1); draft response (.4).	Wildes, D.	0.5
06/19/2013	Review Fee Auditor final report re: 48th Interim Fee Application.	Wildes, D.	0.1
06/28/2013	Finalize SSL's 146th monthly fee application for filing (.7); prepare notice and CoS re: same and forward to local counsel for filing (.3); prepare and effectuate service re: fee application (.6).	Mohamed, D.	1.6

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Magzamen, Michael	0.2	\$ 345	\$ 69.00
Mohamed, David	3.1	220	682.00
Wildes, Denise K.	0.6	735	441.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 1,192.00
TOTAL FOR THIS MATTER	\$ 1,192.00

## STROOCK

RE	Creditor Inquiries 699843 0019
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DATE	DESCRIPTION	NAME	HOURS
06/03/2013	Emails Freedgood, Pasquale re creditor inquiries re claim transfer and re timing re decision re appeal.	Wildes, D.	0.2
06/04/2013	T/c w/lender re: appeal status & issues.	Pasquale, K.	0.5
06/05/2013	T/c w/lender re: confirmation appeals.	Pasquale, K.	0.2
06/06/2013	T/c lender re: appeals & confirmation issues; review appellate briefs re: same.	Pasquale, K.	1.2
06/07/2013	T/c lender re: bank debt issues.	Pasquale, K.	0.3
06/10/2013	T/c lender re: appeal arguments.	Pasquale, K.	0.3
06/18/2013	Multiple t/c's with various creditors re 3d circuit argument.	Pasquale, K.	2.0
06/19/2013	T/c creditor re appeals & status.	Pasquale, K.	0.3
06/27/2013	Emails Krieger re: responding to creditor (CompPro) inquiry re: status of case.	Wildes, D.	0.1
06/28/2013	Review corresp. from Krieger re: prior corresp. w/ Tokar and CompPro re status of bankruptcy proceedings (.1); draft email update to Mr. Tokar CompPro re: status re: WR Grace bankruptcy case and confirmation and pending appeal to 3rd circuit (.2).	Wildes, D.	0.3

# STROOCK

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	4.8	\$ 950	\$ 4,560.00
Wildes, Denise K.	0.6	735	441.00
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 5,001.00	
TOTAL FOR THIS MATTER		\$ 5,001.00	

# STROOCK

RE	Expenses 699843 0024	
TOTAL FOR PROFESSIONAL SERVICES RENDERED		\$ 0.00
MATTER DISBURSEMENT SUMMARY		
Outside Messenger Service		\$ 7.55
Local Transportation		22.84
Long Distance Telephone		2.03
Travel Expenses - Transportation		242.00
TOTAL DISBURSEMENTS/CHARGES		\$ 274.42
TOTAL FOR THIS MATTER		\$ 274.42

# STROOCK

RE	Travel - Non Working 699843 0035
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DATE	DESCRIPTION	NAME	HOURS
06/17/2013	Travel to attend court hearing in Philadelphia PA.	Pasquale, K.	3.0

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	3.0	\$ 950	\$ 2,850.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 2,850.00
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TOTAL FOR THIS MATTER	\$ 2,850.00
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# STROOCK

RE	Plan and Disclosure Statement 699843 0036
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DATE	DESCRIPTION	NAME	HOURS
06/18/2013	Conf. Pasquale re oral argument re confirmation appeals and memo to committee re same (.2); review same (.1).	Wildes, D.	0.3
06/26/2013	Review transcript from Third Circuit oral argument re confirmation appeals.	Wildes, D.	0.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.8	\$ 735	\$ 588.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 588.00
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TOTAL FOR THIS MATTER	\$ 588.00
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# STROOCK

RE	Hearings 699843 0037
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DATE	DESCRIPTION	NAME	HOURS
06/16/2013	Review appellate briefs re lenders' appeal in prep for 3d Cir. argument.	Pasquale, K.	1.2
06/17/2013	Prep for & Court hearing in 3d Cir. of confirmation appeals.	Pasquale, K.	5.5

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Pasquale, Kenneth	6.7	\$ 950	\$ 6,365.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 6,365.00
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TOTAL FOR THIS MATTER	\$ 6,365.00
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## STROOCK

RE	Employment Applications - Others 699843 0040
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DATE	DESCRIPTION	NAME	HOURS
06/05/2013	Review application to retain Orrick as counsel to futures representative.	Wildes, D.	0.2
06/11/2013	Review Futures Rep.'s Application to retain Phillips Goldman & Spence as Delaware co-counsel.	Wildes, D.	0.2

SUMMARY OF HOURS	HOURS	RATE	TOTAL
Wildes, Denise K.	0.4	\$ 735	\$ 294.00

TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 294.00
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TOTAL FOR THIS MATTER	\$ 294.00
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TOTAL FOR PROFESSIONAL SERVICES RENDERED	\$ 18,107.50
TOTAL DISBURSEMENTS/CHARGES	\$ 274.42
TOTAL BILL	\$ 18,381.92

Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.



## **EXHIBIT B**

**WR GRACE & CO**  
**SUMMARY OF FEES**  
**JUNE 1, 2013 - JUNE 30, 2013**

	<b>Hours</b>	<b>Rate</b>	<b>Amount</b>
<b>Partners</b>			
Pasquale, Kenneth	15.0	\$ 950	\$ 14,250.00
<b>Associates</b>			
Wildes, Denise	2.7	735	1,984.50
<b>Paraprofessionals</b>			
Magzamen, Michael	0.2	345	69.00
Mohamed, David	8.2	220	1,804.00
<b>Total</b>	<b>26.1</b>		<b>\$ 18,107.50</b>

## EXHIBIT C

**WR GRACE & CO**  
**DISBURSEMENT SUMMARY**  
**JUNE 1, 2013 - JUNE 30, 2013**

Outside Messenger Service	\$	7.55
Local Transportation		22.84
Long Distance Telephone		2.03
Travel Expenses - Transportation		242.00
Total	\$	274.42

## STROOCK

## DISBURSEMENT REGISTER

DATE	July 3, 2013
INVOICE NO.	597491
CLIENT	W R Grace & Co
	7500 Grace Drive
	Columbia, MD 21044-4098

FOR DISBURSEMENTS INCURRED in the captioned matter for the period through June 30, 2013, including:

DATE	DESCRIPTION	AMOUNT
<b>Outside Messenger Service</b>		
05/30/2013	Vendor: United Parcel Service Invoice #: 00000010X827233 06.08.13 Tracking #: 1Z10X8270797453688 Shipment Date: 05/30/2013 Sender: David Mohamed Stroock & Stroock & Lavan LLP, 180 Maiden Lane, New York, NY 10038 Ship to: Bobbi Ruhlander, Warren H. Smith and Associates, P.C, 2235 Ridge Rd, Rockwall, TX 75087	7.55
<b>Outside Messenger Service Total</b>		<b>7.55</b>
<b>Local Transportation</b>		
06/25/2013	VENDOR(E): KPASQUALE: 06/17/13 - 06/17/13; DATE: 06-25- 2013; Travel to Philadelphia, PA for court hearing.	22.84
<b>Local Transportation Total</b>		<b>22.84</b>
<b>Long Distance Telephone</b>		
06/18/2013	EXTN.796023, TEL.9723690646, S.T.11:49, DUR.00:06:38	1.95
06/18/2013	EXTN.795562, TEL.2038626208, S.T.12:39, DUR.00:00:30	0.08
<b>Long Distance Telephone Total</b>		<b>2.03</b>
<b>Travel Expenses - Transportation</b>		
06/25/2013	VENDOR(E): KPASQUALE: 06/17/13 - 06/17/13; DATE: 06-25- 2013; Travel to Philadelphia, PA for court hearing.	242.00
<b>Travel Expenses - Transportation Total</b>		<b>242.00</b>

# STROOCK

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PAGE: 2

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DATE	DESCRIPTION	AMOUNT
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BILL DISBURSEMENT SUMMARY

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Outside Messenger Service	\$ 7.55
Local Transportation	22.84
Long Distance Telephone	2.03
Travel Expenses - Transportation	242.00

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TOTAL DISBURSEMENTS/CHARGES	\$ 274.42
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Any disbursement balances shown are compiled from original sources as entered on our records to the billing date shown.  
Any disbursements/charges invoiced to us or posted by us subsequent to that date will be reflected in future billing.